

**COMMITTEE MINUTE RECORD****Minute of:** ARK Housing Association Board of Management**Date Held:** 19<sup>th</sup> March 2020, 1.00pm**Venue:** The Priory, Canaan Lane, Edinburgh, EH10 4SG via Conference Call**Chair:** Graham Mitchell**Secretary:** Bobby Duffy**Present:** Mr Graham Mitchell (Chair), 15.30, Ms Anne Lane, 13.00, Mr Dave Proudfoot, 13.15, Ms Marilyn Barrett, 13.30, Mr Neil McKnight, 13.45, Mr Ian Logan, 14.00, Mr Nikolas Koutris, 14.15, Ms Lucy Robertson, 14.30, Dr Darcey Black, 14.45, Mr Ken Brown, 15.00**In Attendance:** Mr Bobby Duffy (Chief Executive Officer), Mr Ron Watson (Director of Finance), Ms Victoria Knox (Director of People & Organisational Development), Ms Mary Bell (PA to CEO) (Minutes)**Apologies:** Ms Shona Dunsmore (Depute Chair)

ITEM	
1.	<p><b>Welcome</b></p> <p>The CEO welcomed all attendees at the time of their call and explained that this meeting had been set up in this way as a result of the social distancing period in relation to Covid-19. The CEO advised that Members will be asked to go through the agenda items one by one and the Executive Team will respond to any questions asked and added that if Members think they have had enough information from the discussions they will be asked to approve the paper at each agenda item.</p> <p><b>Members noted and agreed with the planned way in which today's meeting will transpire</b></p>
2.	<p><b>Declaration of Interest</b></p> <p>It was noted that, Mr Neil McKnight, Mr Ken Brown and Mr Ian Logan were also members of Ark Commercial Investment Limited (ACIL) Board and Ark Services Limited (ASL) Board.</p>
3.	<p><b>Business Plan (BP) Rebranding</b></p> <p>During conversations in relation to the rebranding of the organisations Members noted the following:-</p> <ul style="list-style-type: none"> <li>o The proposed BP is very well laid out with realistic timescales</li> <li>o Clarification in regards to the Coming Home Report as an opportunity within the BP was provided</li> <li>o Background to the Self Directed Support (SDS) and fruition timescale was fully explained</li> <li>o The Board agreed with route 2 based on the outcome from the rebranding workshop and BoM feedback although one or two had a preference for route 1, but were happy to go with route 2</li> <li>o Excellent work capturing the essence of ARK, and would be happy to approve based on BoM approval. An additional meeting prior to 18<sup>th</sup> June would be good but the Board understand this may not be possible, in the current situation.</li> <li>o Really effective proposal and approve route 2</li> <li>o Very happy with route 2, was part of the rebranding workshop and very impressed with the work of STAND. Very interested how the brand will be developed and fully supportive of route 2</li> <li>o Likes both routes but prefers route 1, happy to go with either and likes new name</li> <li>o Very comprehensive, no strong view, likes both and 3 word strapline is very memorable. Approve route 2.</li> <li>o Wasn't involved in any rebranding discussions but happy to approve route 2 based on BoM approval</li> </ul> <p>The CEO advised that the SHR require having the completed BP by the end of June and Members agreed that work could commence on production after today's meeting.</p> <p>Further to the above discussions it was noted that the overall preference was to proceed with route 2</p> <p><b>Members approved route 2 Business Plan proposal</b></p>
4.	<p><b>Items for Decision</b></p>
4.1	<p><b>ET Restructure Proposal</b></p> <p>During telephone discussions with Members the following was noted:-</p> <ul style="list-style-type: none"> <li>o Budget is in place for the Director of Operations post, was previously Director of Care &amp; Support position that has not been filled to date</li> <li>o Director of Development and Business Improvement is an additional post and will lead on Housing improvements and delivery of the housing development strategy</li> <li>o Both roles are very well thought out and will work well together. Additional role approved.</li> <li>o Happy with restructure proposal, one post being development and strategy and the other post ensuring operational needs are met. It was noted that there are two detailed job outlines for both posts and the ET</li> </ul>

		<p>have ensured that all aspects of the business has been covered and have created the ability for both posts to work together.</p> <ul style="list-style-type: none"> <li>○ The CEO explained that the redesign of the care and support business was in relation to the development of new properties to support peoples changing needs based on new and improved accommodation.</li> <li>○ The CEO clarified that the Director of Development and Business Improvement will lead on ARKs Asset Management strategy and advised that recruitment is ongoing for a Head of Asset Management who will bring experience to take the work forward to produce a robust Asset Management strategy.</li> <li>○ Developing policy positions as part of the responsibilities of the Director of Development and Business Improvement role was explained in relation to housing. The CEO said that this was about bringing in intelligence for the ET to decide how ARK positions itself as an organisation relative to a key national policy such as homelessness.</li> <li>○ The CEO confirmed that Health and Safety now reports to the Director of People and OD and this will be a permanent move.</li> <li>○ It was noted that the Director of Operations post relates to customer services for both Care and Support and Housing and this post will work closely with Director of People and OD</li> <li>○ The CEO confirmed that both the Director of Operations and Director of Development and Business improvement would be included in both subsidiary meetings</li> <li>○ Discussion in relation to staffing was noted and the CEO advised that once the Directors are in post they would review their staffing resources.</li> <li>○ The CEO confirmed that both Directors would have financial responsibility for their own areas and that the Finance Sub-Committee would be provided with the financial information required for agreement</li> <li>○ The CEO clarified that the Director of Development and Improvement would lead the Housing Maintenance teams</li> <li>○ Coherent well thought through response to the Business Plan, very good and very happy to give support to the restructure proposal</li> </ul> <p><b>Members approved the ET Restructure Proposal</b></p>
	4.2	<p><b>Budget 2020/21</b></p> <ul style="list-style-type: none"> <li>○ Narrative within the Budget paper answered all queries. The loss of Priory staff was discussed and it was noted that through exit interviews that increase in salary was the main reason for staff leaving.</li> <li>○ Good to see the budget showing a surplus.</li> <li>○ The Director of Finance confirmed that the cost for the AIMS project is on plan but the timing for full implementation has been extended.</li> <li>○ It was noted that the investment was well thought through</li> <li>○ IL noted he was supportive of the budget as discussed at the recent Finance Sub-Committee meeting</li> <li>○ The Director of Finance confirmed to NK that the Cashflow paper was now properly linked</li> <li>○ A discussion in regards to rental payments took place and it was noted that normal processes would commence to help tenants</li> <li>○ It was noted that the financial plan was realistic and had been well laid out</li> <li>○ KB noted his approval as discussed and agreed at the recent Finance Sub-Committee meeting</li> </ul> <p><b>Members approved the proposed budget for 2020/21</b></p>
0	4.3	<p><b>Annual Objectives 2020/21</b></p> <ul style="list-style-type: none"> <li>○ The CEO explained that ARK are progressing negotiations in relation to SDS with another 2 local authorities in this year and that it is hoped that there will be 3 pilot sites to inform the work for year 2</li> <li>○ The CEO advised that objective 1.6 relates to wider capabilities as a social care provider and explained how ARK can build a portfolio of examples where ARK have been able to deliver a range of services to diversify into other areas. The CEO added that the agenda for year 3 will be to actively seek diversification.</li> <li>○ It was noted that the Director of People and OD will highlight the difference between objective 8.1.1 and 9.1.1</li> <li>○ The CEO clarified that development of ACIL and ASL will follow on from approval and implementation of the proposed ET structure</li> <li>○ The CEO informed that the Care &amp; Support portfolio analysis framework is data and intelligence that is collected to create a business development plan for the services</li> <li>○ Engaging a marketing group to support ARK's marketing approach was discussed and it was noted that services will be procured</li> <li>○ The CEO confirmed that the strategic objectives agreed for year 1 are all a priority</li> <li>○ The CEO advised that in year 1, ARK will submit an application for committed to excellence and when achieved will plan to develop a culture of excellence, put systems and processes in place and benchmarking will be part of the process</li> </ul> <p><b>Members approved the Annual Objectives for 2020/21</b></p>

5.	<p>The CEO provided a detailed update to the Chair in relation to the plans that have been put in place for the social distancing phase for Covid-19 advising that measures have been taken to safe guard all staff and supported people. The CEO advised that a Q&amp;A had been developed and is updated frequently and he is content that all protocols have been covered.</p> <p>The Director of Finance noted that there have been no financial difficulties noted to date.</p> <p>The CEO advised that positive feedback had been received from Members in regards to the rebranding exercise and route 2 had been approved. The CEO explained the next steps would be to have the BP available for 18<sup>th</sup> June BoM meeting.</p> <p>The CEO further advised that further to clarifications, Members had approved the restructure of the Executive Team proposal.</p> <p>The CEO informed that the 2020/21 Budget had been scrutinised and agreed by the Finance Sub-Committee and approved by Members during today's conference calls. The Director of Finance noted that he will revisit the budget after the 1<sup>st</sup> quarter results to highlight if there has been any impacts on finance during this period.</p> <p>The CEO advised that Members were very positive about the annual objectives and approved. The CEO noted that in light of Covid-19 the milestones will be revisited and timeframes change if required.</p> <p>The Director of People and OD advised that she had received four good notes of interest for the BoM recruitment and is planning on acknowledging them and informing them there will be a delay in recruiting.</p> <p>The Chair thanked the ET for their updates.</p>
	It was noted at the end of the meeting that there were no potential impacts identified in relation to people with a protected characteristic.
6.	<b>Date of Next Meeting: 18<sup>th</sup> June 2020</b>

#### 2020 Dates for Board of Management Meetings – commencing 14.00

**Board Member Only sessions will commence at 13.30 unless agreed otherwise**

- ✚ Thursday 20<sup>th</sup> August
- ✚ Thursday 17<sup>th</sup> September
- ✚ Thursday 22<sup>nd</sup> October
- ✚ Thursday 10<sup>th</sup> December

#### ACTIONS

Meeting Date	Agenda Number	Action	Who	Status
20/09/18				
	11.2	Review of remit of Executive Committee to be carried out	ALL	In progress
13/12/18				
	7.3	Register of Members Interests form to be revisited in line with new BoM membership and will be reviewed for August 2019	GM	C/F to 2020
12/12/19				
	4.2	Annual appraisal form to be reviewed in 2020	GM	In progress
	6	Board Member recruitment to commence end January 2020 ARKHA branding paper to BoM early 2020	GM/VK BD	March 2020
	8.4	Members to let VK know of any areas where they would like further information on Board development	ALL	
20.02.2020	4.2	Hub Group review report to be shared with the BoM for discussion and approval at the 19 <sup>th</sup> March 2020 BoM meeting	BD	
		Review of all sub-committee remits to include Health and Safety	Sub-Committee Chairs	
	5.1	Terms of reference – should be Housing Sub-Committee Paragraph 8 where it states operations to be changed to Housing Sub-Committee Quorum to be clarified Chair to be clarified	NMcK NMCK BD GM	
	5.2	All policy feedback to be actioned	VK	

	7	Formal communication to be sent to NA and team	GM	
	8.4	SFHA and CIH website addresses to be forwarded to all Members	MB	
	9.6	Entitlements, Payments and Benefits annual declaration to be completed and returned 19 March meeting	All	
	10.1	ET to extend excellent feedback to the Tenant and Service User Participation Office Members input at Voices group meetings to be discussed	BD IL/BD	